Instrument prepared by:

VIRGINIA GAS AND OIL BOARD

Order recorded under:

CODE OF VIRGINIA § 45.1-361.26

VIRGINIA:

BEFORE THE GAS AND OIL BOARD

APPLICANTS:

Equitable Production Company on behalf of Charles Gose Dickenson and Range

Resources – Pine Mountain, Inc.

DOCKET NO.

01-1016-0968-03

RELIEF SOUGHT:

Issuance:

A Supplemental Order for Disbursement of Escrowed Funds

Action:

Amending Prior Orders Affecting Drilling in <u>Tract 3</u>

(Referenced herein as "the Subject Drilling Unit")

Location:

Dickenson County, Virginia

Action Details:

- (1) To provide a calculation of funds, Unit Operator has deposited into the Escrow Account for Drilling Unit <u>VC-504637</u> by Tract Subaccounts;
- (2) To provide each applicant, in simple terms, a complete month over month Royalty Accounting of unit production, costs, taxes and proceeds, depicting variables used in the calculation of royalty payments to the unit escrow account.
- (3) To disburse unit funds to the Applicants, in accordance with their Unit Ownership Interests relative to those funds deposited by the Unit Operator into Subject Drilling Unit's Escrow Subaccount for VGOB Tract(s) identified in Table 1.

REPORT OF THE BOARD FINDINGS AND ORDER

- 1. <u>Hearing Date and Place</u>: This matter came on for final hearing before the Virginia Gas and Oil Board (herein "Board") at 9:00 a.m. on February 19, 2008 at the Southwest Virginia Higher Education Center on the campus of Virginia Highlands Community College, Abingdon, VA.
- 2. **Appearances:** James E. Kaiser, Esq. appeared for the Unit Operator; and Sharon M.B. Pigeon, Assistant Attorney General, was present to advise the Board.
- 3. Jurisdiction and Notice: Pursuant to Va. Code §§ 45.1-361.1 et seq., and in particular Va. Code §§ 45.1-361.21 and 45.1-361.22, the Board finds that it has jurisdiction over the establishment and maintenance of an escrow account, with tract subaccounts, for each of the coalbed methane gas drilling units established by the Board through its field rules that are subject to a Board pooling order. Further, the Unit Operator is required to deposit, as applicable, those funds specified in Va. Code § 45.1-361.21.D., 45.1-361.22.A.2, 45.1-361.22.A.3 and 45.1-361.22.A.4 into the applicable escrow tract subaccounts. The Board finds that: (1) while it does not have jurisdiction to resolve conflicting claims to the ow..ership of the Coalbed Methane Gas produced by the Unit Operator from wells located on Subject Drilling Unit, and (2) while it does not have jurisdiction to interpret agreements by and between the Gas owners/claimants and/or the Unit Operators or to abridge or contravene the provisions of such agreements, (3) pursuant to Va. Code § 45.1-361.22.A.5, the Board does have jurisdiction and authority to disburse funds from the Escrow Account provided the Board has been provided with a final decision of a court of competent jurisdiction adjudicating the ownership of coalbed methane gas as between the conflicting claimants of an agreement among all claimants owning conflicting estates in the tracts in question or any undivided interest therein.

4. Prior Proceedings:

- 4.1. (a) On November 19, 2001, the Board executed its order pooling interests in the Subject Drilling Unit for the production of occluded natural gas produced from coalbeds and rock strata associated therewith (herein "Gas") in accordance with the provisions of Va. Code SS 45.1-361.21 and 45.1-361.22 (herein "Pooling Order"). The Pooling Order was filed with the Clerk of the Circuit Court of Dickenson County on November 29, 2001, Instrument Number 010002298. The Board executed its Supplemental Order Regarding Elections that was filed with the Clerk on March 8, 2002, Instrument Number 020000488 (hereafter all orders are collectively referred to as the "Pooling Orders").
- 4.2 To the extent claims to the Gas were in conflict, pursuant to Va. Code S 45.1-361-22 payments attributable to said conflicting claims were ordered deposited by the Unit Operator into the escrow account established by the Pooling Orders (herein "Escrow Account"). According to the Pooling Orders and testimony, the coal estate ownership interests of Range Resources Pine Mountain, Inc; and the gas ownership interests of the afore mentioned applicant in the tract known as 3 in the Subject Drilling Unit were in conflict and became subject to the escrow requirements of the Pooling Order.
- 4.3 The Unit Operator's Miscellaneous Petition regarding Tract 3, a copy of which is attached to and made a part hereof, states under oath that Range Resource Pine Mountain, Inc. and the Applicants have entered into agreements with regard to Tract 3 and that by the terms of the agreements, Range Resource Pine Mountain, Inc. have entered into split agreements regarding this Tract and escrow regarding these individuals conflicting claims detailed herein, is no longer required.
- 4.4 The Unit Operator gave notice to Range Resource Pine Mountain, Inc. and the applicants that the Board would consider its disbursement authorization at its hearing on January 15, 2008 and consider whether to: (1) amend the Pooling Order to provide for the disbursement of funds on deposit in the Escrow Account attributable to Tract 3 as identified in the attached miscellaneous petition (2) delete the requirement that the Unit Operator place future royalties attributable to a portion of said Tract 3 and the interests of Applicants identified in the miscellaneous petition in the Escrow Account, and (3) continue the escrow account under this docket number because there are other parties under this order subject to continued payments in the escrow.
- 4.5 The Unit Operator filed the attached accounting for Subject Drilling Unit's Escrow Account with the Board ("Accounting").

5. Findings:

5.1. Va. Code 45.1-361.22.5 provides:

The Board shall order payment of principal and accrued interests, less escrow account fees, from the escrow account to conflicting claimants within thirty days of receipt of notification of (i) a final decision of a court of competent jurisdiction adjudicating the ownership of coalbed methane gas as between them or (ii) an agreement among all claimants owning conflicting estates in the tracts in question or any undivided interest therein. The amount to be paid to the conflicting claimants shall be determined based on the percentage of ownership interest of the conflicting claimants as shown in the operator's supplemental filing made part of the pooling order that established the escrow account, the operator's records of deposits attributable to those tracts for which funds are being requested, and the records of the escrow account for the coalbed methane gas drilling unit. The interests of any cotenants who have not entered into an agreement shall remain in the escrow account.

- 5.2 Applicant has certified and represented to the Board that:
 - (1) Range Resources Pine Mountain, Inc. and applicant Charles Gose Dickenson are the owners of the coal estate and gas acreage estate underlying VGOB Tract 3 of the Subject Drilling Unit;

(2) Net interests attributable and to be disbursed to Applicants are shown in Table 1,

VGOB Approved Disbursement

	VGOB-01-1016-0968-03 (Note: -01 was recended)		Split Agreement	Escrowed Acres	% of Escrowed Funds
	TABLE 1	Disbursed		Total	
	Tract 3				Te
	Disbursement Table				
				34.97	Kuapak,
1	Charles Gose Dickenson, PO Box 691 Castlewood, Virginia 24224	13.6100	75.0%	10.208	29.19%
	Range Resources-Pine Mountain, Inc., P. O. Box 2136, Abingdon, VA 24212	13.6100	25.0%	3.403	9.73%

6. Relief Granted:

For the reasons set forth in Paragraph 4 and 5 above, and based upon the Accounting and Table 1 above, the Escrow Agent is ordered to, within 10 days of receipt of this executed order to disburse funds for the unit and applicants detailed in Table 1 above.

Exhibit E to the Pooling Order, showing owners subject to escrow, is deleted and replaced with the Exhibit E attached to this order. Further, the Supplemental Order filed in this cause is hereby modified to delete the requirement that payments attributable to the conflicting coalbed methane gas ownership interests of those applicants indicated in Table 1 be deposited by the Unit Operator into the Escrow Account, <u>and</u>, because there are other owners subject to escrow under the Supplemental Order, the Escrow Agent is directed to continue the Escrow Account for Subject Drilling Unit. To the extent not specifically granted herein, any other or further relief is denied.

7. Conclusion:

Therefore, the requested relief and all terms and provisions set forth above in Paragraph 6 above be and hereby are granted and IT IS SO ORDERED.

8. Appeals:

Appeals of this Order are governed by the provisions of Va. Code § 45.1-361.9 which provides that any order or decision of the Board may be appealed to the appropriate circuit court and that whenever a coal owner, coal operator, gas owner, gas operator, or operator of a gas storage field certificated by the State Corporation Commission is a party in such action, the court shall hear such appeal de novo.

BK 462PG 114

9. **Effective Date:** This Order shall be effective on the date of its execution.

My commission expires: __09_/_30_/_2009_

DONE AND EXECUTED this 12 day of January, 2	2009, by a majority of the Virginia Gas and Oil Board.
	Bradley C. Lambert, Chairman
DONE AND PERFORMED this 12 day of June 1.	√, 2009, by an Order of this Board.
	David E. Asbury Jr., Principal Executive to the Staff Virginia Gas and Oil Board
COMMONWEALTH OF VIRGINIA) COUNTY OF WASHINGTON	
Acknowledged on this L day of Autoly, Commonwealth of Virginia, appeared Bradley C. Lambert, being the Virginia Gas and Oil Board and David E. Asbury Jr., being to the Staff of the Virginia Gas and Oil Board, that he executed the	duly sworn did depose and say that he is Principal Executive
	Dan Hack
Ay commission expires: 09 / 30 / 2009	Notary Public #174394

(1) BK 462PG [15] (1)

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

APPLICANTS:

Equitable Production Company on behalf of Charles Gose

Dickenson and Range Resources-Pine Mountain Inc.

DOCKET NUMBER: VGOB 01/10/16-0968-07 03

RELIEF SOUGHT:

Supplemental Order for Disbursement of Escrowed

Funds on behalf of Charles Gose Dickenson and Range

Resources-Pine Mountain Inc.

LEGAL DESCRIPTIONS:

Drilling Unit Number 504637 created by Board

Order Dated November 28, 2001 VGOB 01/10/16-0968 in

Dickenson County, Virginia.

HEARING DATE:

October 21, 2008

MISCELLANEOUS PETITION

1. Party: Applicant herein is Charles Gose Dickenson, (hereinafter "Plaintiffs), whose address is: PO Box 691, Castlewood, VA 24224.; and Range Resources-Pine Mountain Inc., whose address is: 406 W. Main Street, Abingdon, VA 24212.

2. Facts:

- a. Equitable was designated as the Operator and Applicants interests were Pooled in the 504637 Unit by Order of the Virginia Gas and Oil Board (hereinafter "Board") executed on November 28, 2001, pursuant to Docket No. VGOB 01/10/16-0968 and recorded in the Circuit Court Clerk's Office Dickenson County, Virginia on November 29, 2001, Deed Book 370, Page 554 (hereinafter "Order").
- b. The Order and Supplemental Order required the Escrow Agent named and appointed therein to establish an interest-bearing escrow account for funds pertaining to the above-referenced Unit and subject to escrow pursuant to the terms of the Order.
- c. The Order and Supplemental Order further required the Operator to deposit bonus and royalty payments with the Escrow agent which could not be made because the person(s) entitled hereto could not be made certain due to conflicting claims of ownership.
- d. Pine Mountain Oil and Gas, Inc. was a conflicting claimant with the above-listed Plaintiffs with regard to Tract 3 as created by Board Order as VGOB 01/10/16-0968 is the applicable Tracts.

- e. To resolve this conflict, a Letter dated August 1, 2008 signed by Phil Horn, Land Manager of Pine Mountain Oil and Gas, Inc. is attached hereto and incorporated herein as Exhibit "A".
- f. The amounts deposited with the Escrow Agent regarding the Unit need to be determined and distributed accordingly.
- g. Any escrow amount, not yet deposited into the escrow account, held by Operator should also be determined, and distributed to Applicants/Plaintiffs herein, accordingly.
- h. Applicants/Plaintiffs herein do hereby request that the Board enter amended supplemental order for the Unit directing the Escrow Agent and the Operator to disburse to the aforesaid Plaintiff the funds attributable to the previous conflicting claim with Pine Mountain, held in escrow for the VGOB number as listed above.
 - 1. The Applicants certify that the matters set forth in the application, to the best of their knowledge, information, and belief, are true and correct and that the form and content of the Application and conform to the requirements of relevant Board regulations and orders.
 - 2. Legal Authority: Va Code Ann. §45.1-361.1 et seq., 4 VAC 25-160, and such other regulations and Board orders promulgated pursuant to law.
 - 3. Relief Sought: Applicants request that the Board issue amended supplement order amending all prior orders affecting the Unit which amended supplement order will provide as follows:
 - a. Determining the amount of funds attributable to the Applicants/Plaintiffs herein.
 - b. Directing the Escrow Agent to determine the amount of funds attributable to Applicants/Plaintiffs herein, provide an accounting hereof, and disburse the funds on deposit with the Escrow Agent, including any applicable interest, pertaining to the interest in the Unit shown above for distribution.
 - c. Directing the Operator to determine the amount of funds attributable to the Applicants/Plaintiffs herein, provide an accounting thereof, and disburse the units in its hands, if any, subject to escrow but not then on deposit with the Escrow Agent, including any applicable interest, at the time of the Supplemental Order requested therein is executed, attributable to the Applicants/Plaintiffs herein for distribution.
 - d. Directing the Operator to disburse the funds, including any applicable interest, and provide an accounting thereof, which it may receive after the date of the execution of the amended

3

OK 462PG 117 (

supplemental order requested in the Application, if any, attributable to the Applicants/Plaintiff herein, and to discontinue the payment of such funds into Escrow.

e. Granting such other relief as is merited by the evidence and is just and equitable whether or not such relief has been specifically requested herein.

Dated this 19th day of September, 2008.

Bγ

Petitione

Address: Wilhoit & Kaiser 220 Broad Street Kingsport, TN 37660

CERTIFICATE

The foregoing application to the best of my knowledge, information and belief is true and correct. Notice was given pursuant to Va. Code Ann. §49.1-361.19.

Petitioner

6 BK 462PG 118



August 4, 2008

Ms. Nikki Atkison EQUITABLE PRODUCTION COMPANY 225 North Shore Drive Pittsburgh, PA 15212

RE: Permanent Split of Royalty

VC-504637 and VC-3166 and any future CBM Wells

Wilma Overbay 16.038 Acre Lease

Dickenson County, Virginia

Dear Ms. Atkison:

I enclose a copy of a letter dated August 1, 2008, between Range Resources – Pine Mountain, Inc. (hereinafter "RR-PM"), and Charles Gose Dickenson, wherein the parties have agreed to a 75% (for Charles Gose Dickenson)/25% (for RR-PM) permanent split of escrowed royalty and all future royalty from the above wells and any other CBM wells that include a portion of the Wilma Overbay – 16.038 acre lease. Please release the escrowed royalty to Charles Gose Dickenson and RR-PM and begin making all future payments to the parties pursuant to their agreement.

By copy of this letter, I am notifying Charles Gose Dickenson of RR-PM's action on this matter. If you have any questions or comments, please do not hesitate to contact me by phone at (276) 619-2644 or by e-mail at aedmisten@gl-onergy.com.

Sincerely,

RANGE RESOURCES - PINE MOUNTAIN, INC.

un Edmisten

Ann Edmisten, CLAS

Land Technician

Enclosure

cc: Charles Gose Dickenson

Wanda (RR-PM) w/original enclosure

D. Louthian (RR-PM) w/enclosure

P. Horn (RR-PM) w/enclosure

D. Hall (EPC) w/enclosure (dhall@eqt.com)

欧 462 96 115



August 1, 2008

Mr. Charles Gose Dickenson P.O. Box 691 Castlewood, VA 24224

Re:

Permanent Split of CBM Royalty Wilma Overbay - 16.038 acres VC-504637 and VC-3166 Dickenson County, VA

Dear Mr. Dickenson:

As you are aware, Equitable Production Company ("EPC"), has drilled the referenced coalbed methane gas wells on a tract of land (the "Property" or "Subject Tract") in which Range Resources - Pine Mountain, Inc. ("RANGE") claims to own the coalbed methane gas through its deed from the former coal owner underlying the Property and you own the gas. The above has created conflicting claims as to the ownership of the coalbed methane gas on the Subject Tract between ("RANGE"), as the owner of the coalbed methane gas through its deed from the former coal owner, and you, as the owner of the gas. Plats indicating the location of the wells within the operating units are enclosed for your reference.

Due to our conflicting interests in the Subject Tract, EPC, as operator of the unit, has placed all royalty proceeds attributable to our conflicting interests into an escrow account. These royalty proceeds will remain in the escrow account until either a final legal determination of our conflicting claims to the coalbed methane gas is made or we reach an agreement on the division of the royalty proceeds. The most economical and expedient way to secure a release of the escrowed funds is for us to enter into an agreement which sets forth how the funds are to be distributed. Accordingly, in order to avoid the expense and time required to resolve the ownership question through the courts, RANGE proposes resolving this matter by the agreement described below. Such an agreement will allow us to request distribution of the proceeds presently held in the escrow account and direct payment of all future proceeds.

RANGE proposes that you receive disbursement of 75% of the proceeds held in the escrow account on the above-mentioned wells and that RANGE receive disbursement of 25% of the proceeds held in the escrow account on the above-mentioned wells. RANGE proposes the same percentage division for all future production payments which may accrue to our conflicting interests from the above-mentioned well. RANGE will, at its sole expense, pursue the administrative process required to secure release of the proceeds held in the escrow account and will absorb all future costs of administering this letter agreement. None of these expenses and costs will be deducted from your 75% of the royalty proceeds. It is also agreed that the royalty from any future coalbed methane gas wells drilled upon the subject tract or upon other lands in which the subject tract is pooled therewith will be permanently split in the same 75%/25% proportion.

If this division of proceeds is agreeable with you, RANGE will diligently pursue the administrative processes required to secure release of the proceeds in the escrow account to you and August 1, 2008 Page 2 of 3

RANGE. You will be provided with copies of the correspondence to EPC, requesting distribution of the escrowed funds as well as the directive to EPC to pay all future royalties and other benefits attributable to our conflicting interests in the same 75% / 25% proportion.

This letter agreement effects a permanent division of the accrued, suspended or escrowed royalty payments and all future royalty payments on the above-mentioned well and future wells which is binding upon you, your heirs and assigns and RANGE and its successors and assigns. By entering into this agreement, the parties agree to refrain from making any claim or bringing any suit against the other party attacking the other party's coalbed methane interests set forth in this letter agreement. It is expressly agreed by the parties hereto that the division of the accrued, suspended or escrowed royalty payments and all future royalty payments on the above-mentioned well shall remain subject to this letter agreement, regardless of any subsequent judicial determination of ownership of coalbed methane in the Commonwealth of Virginia. Provided, however, nothing contained in this letter agreement shall change or alter the parties' common law rights and liabilities or the legal title to their respective coal and gas estates.

By entering into this letter agreement, you confirm that you are the current record title owner of the gas estate underlying the tract attributed to the Wilma Overbay 16.038 acre tract as shown on the enclosed plat. If you are not the current gas owner, please notify us immediately.

By accepting the terms and conditions of this letter agreement, you are directing EPC to disburse royalties in accordance with this agreement. It is understood and agreed that no other terms or conditions of your lease with EPC are affected by this letter agreement.

Please evidence your agreement to these terms by signing this letter agreement on the line indicated below and returning this letter agreement to RANGE in the enclosed self-addressed, stamped envelope. If you have any questions, please do not hesitate to call me at 276-619-2583.

Sincerely,

RANGE RESOURCES - PINE MOUNTAIN, INC.

Phil Horn Land Manager

Enclosures

August 1, 2008 Page 3 of 3 EK 462PG 121

AGREED TO AND ACCEPTED BY: CHARLES GOSE DICKENSON RANGE RESOURCES - PINE MOUNTAIN, INC. BY: LAND MANAGER COMMONWEALTH OF VIRGINIA COUNTY OF WASHINGTON, to-wit: 11. Edmister , a Notary Public in and for the State and County aforesaid, do hereby certify that Charles Gose Dickenson, whose name is signed to the writing hereto annexed, bearing date the 1st day of August, 2008, has this day acknowledged the same before me, in said County and State. under my hand and notarial seal this the 15th day of August, 2008. mmission expires Registration # 11098 COMMONWEALTH OF VIRGINIA COUNTY OF WASHINGTON, to-wit: Edmisten, a Notary Public in and for the State and County aforesaid, do hereby certify that Phil Horn, Land Manager for Range Resources - Pine Mountain, Inc., whose name as such is signed to the writing hereto annexed, bearing date the 1st day of August, 2008, has this day, before me, in my said County acknowledged the said writing on behalf of said corporation. Given under my hand and notarial seal this the 1st day of August, 2008. **Security** commission expires **Notary Public** Registration # /6982

VGOB 01/10/16-0968 504637

TRACT NO.	OWNER NAME and ADDRESS	OWN SPLIT % INT	OWNER NET	NER NET TOTAL NET	TOTAL AMOUNT IN ESCROW 6/30/2008	OWNER % IN ESCROW 6/30/2008	OWNER % IN OWNER AMOUNT IN ESCROW 6/30/2008 ESCROW 6/30/2008	
<u>ო</u>	Charles Gose Dickenson PO Box 691 Castlewood, VA 24224	75%	0.02171250	0.07976250	Bank Total - \$34,231.49 27.22143865% Equitable Total - \$34,231.49	27.22143865%	\$9,318.30 5	\$9,318.30 \(\frac{9}{49}\),02
₆	Range Resources - Pine Mountain, Inc 25% 0.00723750 PO Box 2136 Abingdon, VA 24212	25%	0.00723750	0.07976250 0.07976250	Bank Totat - \$34,231.49 Equitable Total - \$34,231.49	9.07381288%	\$3,106.10 \$3,106.10	3390.34

76K 462PG 120

EXHIBIT E VC-504637 VGOB 01/10/16-0968 -∂3

Revised 08/06/2008

	Gas Estate		INTEREST	GROSS	NET
TRACT	LESSOR Hulah Bentley, Single 13840 N. Desert Harbor Dr. Apt 131 Peoria, AZ 85381-3501	LEASE STATUS Leased-EPC 242429L01	WITHIN UNIT 11.68875000%	ACREAGE IN UNIT	REVENUE INTEREST 0.01461094 RI
	John Greever and Margaret Greever, H/W PO Box 413 Orcas, WA 98280	Leased-EPC 242429L01	11.68875000%	6.8700	0.01461094 RI
	Jean Lui Phipps PO Box 1006 Wise, VA 24293	Leased-EPC 242429L02	7.79250000%	4.5800	0.009 74062 RI
2	Albert Curtis Adkins & Eva Mae Adkins HC05 Box 662 Coeburn, VA 24230	Leased-EPC 241882L	0.12000000%	0.0700	0.00015000 RI
4	Ollie J. Smith 2808 East Lyn Street Apt 4 Anderson, IN 46016	Leased-EPC 242289L01	1.07500000%	0.6317	0.00134375 RI
	Michael Greene and Wendy Green, H/W 1204 Foxfire Drive Greensboro, NC 27410	Unleased	1.07500000%	0.6316	0.00134375 RI
6	Ralph & Jimmie Stanley Route HC 05 Box 576 Coeburn, VA 24230	Leased-EPC 242166L	2.91000000%	1.7100	0.00363750 RI

BK 462PG 124

Coal Estate

1	Pittston Company c/o Pine Mountain Oil & Gas Attn: Richard M. Brillhart PO Box 5100 Lebanon, VA 24266	Leased-EPC 244792L TC-154	31.17000000%	18.3200	0.03896260 RI
2	Pittston Company c/o Pine Mountain Oil & Gas Attn: Richard M. Brillhart PO Box 5100 Lebanon, VA 24266	Leased-EPC 244792L TC-154	0.12 000000 %	0.0700	0.00015000 RI
4	Pittston Company c/o Pine Mountain Oil & Gas Attn: Richard M. Brillhart PO Box 5100 Lebanon, VA 24266	Leased-EPC 244792L TC-154	6.45000000%	3.7900	0.00806250 RI
6	Pittston Company c/o Pine Mountain Oil & Gas Attn: Richard M. Brillhart PO Box 5100 Lebanon, VA 24266	Leased-EPC 244792L TC-154	2.91000000%	1.7100	0.00363750 RI

INSTRUMENT #090000139
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
JANUARY 26, 2009 AT 10:43AM

RICHARD W. EDWARDS: CLERK RECORDED BY: TLC

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT OF DICKE	NSON COUNTY, 01-26, 2009. This deed was this day
presented in said office, and upon the certificate of acknowledgment thereto ann tax imposed by Sec. 58.1-802.	nexed, admitted to record at 10.43 o'clock 6 M, after payment o
tax imposed by Sec. 58.1-802.	JESTE: RICHARD EDWARDS, CLERK